



**Power Assets Holdings Ltd.**  
**電能實業有限公司**

Incorporated in Hong Kong with limited liability  
 Stock Code: 6

**FORM OF PROXY**

Form of proxy for use by the shareholders of Power Assets Holdings Limited 電能實業有限公司 (the “Company”) at the General Meeting to be held on Tuesday, 30 October 2018 (or any adjournment thereof)

I/We <sup>(1)</sup> \_\_\_\_\_  
 of \_\_\_\_\_  
 being the registered holder(s) of <sup>(2)</sup> \_\_\_\_\_ ordinary shares of the Company hereby appoint <sup>(3)</sup> \_\_\_\_\_  
 of \_\_\_\_\_,

or failing him, the Chairman of the Meeting to act as my/our proxy to attend, act and vote on my/our behalf as directed below at the General Meeting of the Company to be held at the Grand Ballroom, 1st Floor, Harbour Grand Hong Kong, 23 Oil Street, North Point, Hong Kong on Tuesday, 30 October 2018 <sup>(8)</sup> at 2:15 p.m. and at any adjournment thereof (the “Meeting”) on the undermentioned resolution as indicated:

ORDINARY RESOLUTION	FOR <sup>(4)</sup>	AGAINST <sup>(4)</sup>
To approve the connected transaction that is contemplated between the Company and its subsidiaries on the one hand, and CK Asset Holdings Limited and its subsidiaries (or, with CK Asset Holdings Limited and its subsidiaries and CK Infrastructure Holdings Limited and its subsidiaries) on the other hand pursuant to, and in connection with, the Consortium Formation Agreement, including, but not limited to, the formation of a consortium with CK Asset Holdings Limited, CK Infrastructure Holdings Limited (if applicable) and the Company in relation to the Joint Venture Transaction, as more particularly set out in the Notice of General Meeting.		

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2018

Signature <sup>(5)(6)</sup>: \_\_\_\_\_

**Notes:**

- (1) Full name(s) and address(es) to be inserted in **BLOCK CAPITALS**.
- (2) Please insert the number of ordinary shares registered in your name(s). If no number is inserted, this form of proxy will be deemed to relate to all the ordinary shares in the capital of the Company registered in your name(s).
- (3) If any proxy other than the Chairman of the Meeting is preferred, please insert the name and address of the proxy desired in the space provided; otherwise the proxy will be the Chairman of the Meeting. The proxy need not be a member of the Company, but must attend the Meeting in person to represent you. **ANY ALTERATION MADE TO THIS FORM OF PROXY MUST BE INITIALED BY THE PERSON WHO SIGNS IT.**
- (4) **IMPORTANT: IF YOU WISH TO VOTE FOR THE RESOLUTION, PUT A TICK IN THE BOX MARKED “FOR”. IF YOU WISH TO VOTE AGAINST THE RESOLUTION, PUT A TICK IN THE BOX MARKED “AGAINST”.** If you wish to vote only part of the number of ordinary shares registered in your name(s) to which this proxy form relates, please state the exact number of ordinary shares in lieu of a tick in the relevant box. If you do not tick either box and do not write the number of ordinary shares in either box in respect of the resolution, your proxy will be entitled to vote or abstain at his discretion in respect of all your shares on the resolution. Your proxy will also be entitled to vote or abstain at his discretion on any other resolution properly put to the Meeting.
- (5) In the case of joint holders of any ordinary share, this form of proxy must be signed by the member whose name stands first in the register of members of the Company. Where there are joint holders of any ordinary share, any one of such persons may vote at the Meeting, either personally or by proxy in respect of such ordinary share as if he were solely entitled to do so; but if more than one of such joint holders are present at the Meeting personally or by proxy, that one of the said persons whose name stands first in the register of members of the Company shall alone be entitled to vote in respect of it.
- (6) This form of proxy must be signed by you or your attorney duly authorised in writing or, in the case of a corporation, must be either under its common seal or under the hand of an officer or attorney duly authorised.
- (7) You are requested to lodge this form of proxy, together with the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, at the Company’s registered office at Rooms 1913-1914, 19th Floor, Hutchison House, 10 Harcourt Road, Hong Kong, as soon as possible and not later than 48 hours before the time appointed for holding the Meeting or any adjournment thereof. Completion and delivery of this form of proxy will not preclude you from attending the Meeting and voting in person if you so wish, but in the event of your attending the Meeting after having lodged this form of proxy, this form of proxy will be deemed to have been revoked. If you complete and deliver the form of proxy, but do not attend and vote in person at the Meeting, a vote given in accordance with the terms of an instrument of proxy shall be valid notwithstanding the previous death or insanity of the principal or the previous termination or revocation of the proxy or power of attorney or other authority under which the proxy was executed, or the transfer of the share in respect of which the proxy is given, unless notice of such death, insanity, termination, revocation or transfer as aforesaid shall have been received by the Company at its registered office before the commencement of the Meeting or adjourned Meeting at which the vote is given, or by the company secretary of the Company or the Chairman of the Meeting on the day and at the place, but before the commencement, of the Meeting or adjourned Meeting at which the vote is given.
- (8) If tropical cyclone warning signal no. 8 or above is hoisted or a black rainstorm warning signal is in force in Hong Kong at 9:00 a.m. on Tuesday, 30 October 2018, the Meeting will not be held on that day but will automatically be postponed and the Meeting will be held at the same time and place on Wednesday, 31 October 2018. You may call the Company at (852) 2122 9122 during business hours from 9:00 a.m. to 5:00 p.m. on Monday to Friday, excluding public holidays or visit the website of the Company at www.powerassets.com for details of alternative meeting arrangements. The Meeting will be held as scheduled even when tropical cyclone warning signal no. 3 or below is hoisted, or an amber or red rainstorm warning signal is in force in Hong Kong.  
 You should make your own decision as to whether you would attend the Meeting under bad weather conditions bearing in mind your own situation and if you should choose to do so, you are advised to exercise care and caution.
- (9) At the Meeting or at any adjournment thereof, the Chairman of the Meeting will put the above resolution to the vote by way of a poll. On a poll, every shareholder who is present in person or by proxy or (being corporation) is present by a duly authorised representative shall have one vote for every share of which he is the holder.
- (10) The Notice of General Meeting is set out in the Company’s circular dated 10 October 2018 (the “Circular”).
- (11) Unless otherwise stated, capitalised terms used above shall have the meanings ascribed to them in the Circular.

**PERSONAL INFORMATION COLLECTION STATEMENT**

“Personal Data” in this form of proxy has the same meaning as “personal data” in the Personal Data (Privacy) Ordinance, Cap 486 (“PDPO”), which includes your and your proxy’s name and address.

Your and your proxy’s Personal Data provided in this form of proxy will be used in connection with processing your request for the appointment of a proxy to attend, act and vote on your behalf as directed above at the Meeting. The supply of your and your proxy’s Personal Data is on a voluntary basis. However, we may not be able to process your request unless you provide us with your and your proxy’s Personal Data.

Your and your proxy’s Personal Data will be disclosed or transferred to the Company’s Share Registrar and/or other companies or bodies for the purpose stated above, or when it is required to do so by law, for example, in response to a court order or a law enforcement agency’s request, and will be retained for such period as may be necessary for the Company’s verification and record purpose.

By providing your proxy’s Personal Data in this form of proxy, you should have obtained the express consent (which has not been withdrawn in writing) from your proxy in using his/her Personal Data provided in this form of proxy and that you have informed your proxy of the purpose for and the manner in which his/her Personal Data may be used.

You/your proxy have/has the right to request access to and/or correction of your/your proxy’s Personal Data respectively in accordance with the provisions of the PDPO. Any such request for access to and/or correction of your/your proxy’s Personal Data should be in writing by either of the following means:

By mail to: Personal Data Privacy Officer  
 Computershare Hong Kong Investor Services Limited  
 17M Floor, Hopewell Centre, 183 Queen’s Road East,  
 Wanchai, Hong Kong

By e-mail to: hkinfo@computershare.com.hk